

MR01

Particulars of a charge



A fee is payable with this form.
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to register
a charge created or evidenced by
an instrument

☐ **What this form is NOT for**
You may not use this form to
register a charge where the
instrument Use form MR08



LD7 08/01/2015 #37
COMPANIES HOUSE

This form must be delivered to the Registrar for registration within 21 days beginning with the day after the date of creation of the charge. If delivered outside of the 21 days it will be rejected unless it is accompanied by a court order extending the time for delivery

You must enclose a certified copy of the instrument with this form. This will be scanned and placed on the public record. **Do not send the original.**

1 Company details

Company number 01777777
Company name in full British Airways Plc
(the "Mortgagor")

795 For official use
→ **Filing in this form**
Please complete in typescript or in
bold black capitals
All fields are mandatory unless
specified or indicated by *

2 Charge creation date

Charge creation date d 2 3 m 1 2 y 2 0 y 1 4

3 Names of persons, security agents or trustees entitled to the charge

Please show the names of each of the persons, security agents or trustees
entitled to the charge

Name PK AirFinance S à r l
as security trustee for the Finance Parties

Name

Name

Name

If there are more than four names, please supply any four of these names then
tick the statement below

☐ I confirm that there are more than four persons, security agents or
trustees entitled to the charge

MR01

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4

Brief description

Please give a short description of any land, ship, aircraft or intellectual property registered or required to be registered in the UK subject to a charge (which is not a floating charge) or fixed security included in the instrument

Please submit only a short description if there are a number of plots of land, aircraft and/or ships, you should simply describe some of them in the text field and add a statement along the lines of, "for more details please refer to the instrument"

Please limit the description to the available space

Brief description

One (1) General Electric Engine GE90-85B bearing Engine Serial Number 900151 (the "**Engine**") to be attached to one (1) Boeing B777-200ER Aircraft bearing Manufacturer's Serial Number 27490 (the "**Airframe**")

5

Other charge or fixed security

Does the instrument include a charge (which is not a floating charge) or fixed security over any tangible or intangible or (in Scotland) corporeal or incorporeal property not described above? Please tick the appropriate box

☒ **Yes**

☐ **No**

6

Floating charge

Is the instrument expressed to contain a floating charge? Please tick the appropriate box

☐ **Yes** Continue

☒ **No** Go to **Section 7**

Is the floating charge expressed to cover all the property and undertaking of the company?

☐ **Yes**

7

Negative Pledge

Do any of the terms of the charge prohibit or restrict the company from creating further security that will rank equally with or ahead of the charge? Please tick the appropriate box

☒ **Yes**

☐ **No**

8

Trustee statement ^①

You may tick the box if the company named in Section 1 is acting as trustee of the property or undertaking which is the subject of the charge

☐

① This statement may be filed after the registration of the charge (use form MR06)

9

Signature

Please sign the form here

Signature

X *Clifford Chance LLP* X

This form must be signed by a person with an interest in the charge

Signature

MR01

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Presenter information

You do not have to give any contact information, but if you do, it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Pete Buckley (70-40563933)**

Company name **Clifford Chance LLP**

Address **10 Upper Bank Street**

Post town **London**

County/Region

Postcode **E 1 4 5 J J**

Country **United Kingdom**

DX **149120 Canary Wharf 3**

Telephone **020 7006 1000**



Certificate

We will send your certificate to the presenter's address if given above or to the company's Registered Office if you have left the presenter's information blank.



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☒ The company name and number match the information held on the public Register
- ☒ You have included a certified copy of the instrument with this form
- ☒ You have entered the date on which the charge was created
- ☒ You have shown the names of persons entitled to the charge
- ☒ You have ticked any appropriate boxes in Sections 3, 5, 6, 7 & 8
- ☒ You have given a description in Section 4, if appropriate
- ☒ You have signed the form
- ☒ You have enclosed the correct fee
- ☒ Please do not send the original instrument, it must be a certified copy



Important information

Please note that all information on this form will appear on the public record.



How to pay

A fee of £13 is payable to Companies House in respect of each mortgage or charge filed on paper.

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address. However, for expediency, we advise you to return it to the appropriate address below:

For companies registered in England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

77X



FILE COPY

CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 1777777

Charge code: 0177 7777 0795

The Registrar of Companies for England and Wales hereby certifies that a charge dated 23rd December 2014 and created by BRITISH AIRWAYS PLC was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 8th January 2015.

Given at Companies House, Cardiff on 14th January 2015



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

We hereby certify that save for material redacted pursuant to s 859G of the Companies Act 2006, this is a true copy of the original

MORTGAGE SUPPLEMENT

To: PK AirFinance S à r.l. (the "Mortgagee")

Signed Clifford Chance LLP Date 8/1/15

From: British Airways Plc (the "Mortgagor")

Clifford Chance LLP
10 Upper Bank Street
London E14 5JJ

Dear Sirs,

One (1) Boeing 777-200ER Aircraft bearing Manufacturer's Serial Number 27490 (the "Airframe") with two (2) General Electric Engines, GE90-85B engines bearing ESNs 900151 and 900160 (the "Engines")

1. We refer to the English law mortgage dated 22 December 2014 between the Mortgagee and the Mortgagor in respect of the Airframe and the Engines (the "Mortgage"). This Mortgage Supplement is supplemental to and forms part of the Mortgage
2. We hereby confirm that at 12:42 pm London time on 23 December 2014 the Engine bearing ESN 900151 was located at London Heathrow England.
3. In order to secure the payment, performance and discharge of the Secured Obligations, we have, and we hereby, mortgage to the Mortgagee with full title guarantee, all of our right, title and interest, present and future in and to the Engines.
4. This Mortgage Supplement, and all non-contractual obligations arising from or in connection with it, shall be governed by and construed in accordance with the laws of England.
5. Clause 20 (*Jurisdiction*) of the Mortgage shall apply to this Mortgage Supplement mutatis mutandis, as though the same were set out in full herein and as though references therein to "this Mortgage" were references to this Mortgage Supplement.

IN WITNESS WHEREOF this Mortgage Supplement has been executed by the Borrower as a deed and is intended to be and is delivered as a deed on the day and year first above written.

**THE COMMON SEAL OF
BRITISH AIRWAYS PLC**
was hereunto affixed
in the presence of:

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